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Declaration of Trust

of

The Ivy Election Foundation

This declaration of trust is made this day of April, 1970, by ROGER H. LUSTBERG, GEORGE F. SCHWEITZER, and WILLIAM BATES, 3d. The trust created hereunder shall be known as The Ivy Election Foundation, and all references to the Ivy Election Foundation shall be taken and deemed to be the trust created under this Declaration.

The trustees declare that they will jointly hold and dispose of the sum of Dollars ($), and any other property that they may receive as trustees hereunder, upon the following trusts:

ARTICLE FIRST

The trust hereby created is formed for the purpose of elevating the standards of ethics and morality in the conduct of campaigns for political office, on National, State, or local levels, by collecting, collating, and disseminating information concerning campaign practices through the press, radio, television, mail and public speeches. This trust shall not publish or distribute statements or in any other way participate or intervene in ~~including the~~ (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. The trust shall encourage the public, with particular emphasis among college students, to increase their knowledge

and particularly those in attendance at or employed by colleges and universities

and understanding of election processes in the United States and to participate more effectively and intelligently in the selection of government officials.

The activities of this trust shall be completely nonpartisan, and shall not include carrying on propaganda or otherwise attempting to influence legislation.

ARTICLE SECOND

Notwithstanding any other provision hereof, this trust shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170 (c) (2) of such Code and Regulations as they now exist or as they may hereafter be amended. This trust, as required by Section 508 (e) of the Internal Revenue Code of 1954 and its Regulations as they now exist or may hereafter be amended, shall not engage in any act, or fail to perform any act, which gives rise to one or more of the excise taxes under Sections 4941-4945, inclusive, of said Code. Furthermore, notwithstanding any provision of this Declaration permitting it to be altered, modified or amended, the provisions of this ARTICLE SECOND shall under no circumstances be modified, altered or amended except as the Commissioner of Internal Revenue may expressly require in order to continue this trust as a duly qualified tax exempt organization.

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ARTICLE THIRD

It shall be the function of the trustees, operating by majority rule, to determine to whom and in what amounts and at what times and under what conditions expenditures shall be made and activities initiated, carried on or terminated in furtherance of the purposes of the trust. In addition, the trustees shall have the power to amend this ~~their power to amen~~ Declaration from time to time, as they may in their sole discretion deem necessary and appropriate; provided, however, no such modification or amendment shall alter the express limitations on amendment contained herein.

ARTICLE FOURTH

It shall be the function of the trustees to receive and to hold in safekeeping all assets of the trust, or appropriate evidences of ownership thereof; to make all authorized disbursements from the trust; to keep records of all receipts and disbursements by and from the trust; and generally to administer the trust fund. In addition to, and without in any way limiting, any powers or authority which the trustees would have in the absence of this Article, the trustees are authorized, in respect of each fund held hereunder, at any time and from time to time and in their absolute discretion:

[powers)

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Notwithstanding any other provision hereof, no power or authority shall be exercised by the trustees in any manner or for any purpose whatsoever which may jeopardize the status of the trust as a duly qualified tax organization.

ARTICLE FIFTH

1. Any trustee acting hereunder may resign at any time by given written notice to the other trustees then in office. Upon the death, ~~removal~~ or resignation of any trustee the other trustees then in office may appoint a successor trustee by instrument in writing delivered to such successor. Successor trustees shall have all the powers conferred upon the trustees by the terms of this ~~Agreement~~ Declaration.

2. No trustee shall be liable hereunder for the acts or omissions of any other trustee, or for any cause save for his or his own negligence or breach of trust. All persons dealing with the trustees are released from inquiry into the authority of the trustees and from seeing to the application of any money or other property paid or delivered to the trustees.

3. The trustees shall serve without compensation, but shall be entitled to reimbursement for their reasonable expenses incurred in the performance of their duties as trustees. All expenses of administration shall be a charge against the trust fund. No trustee shall be required to furnish any bond or surety.

ARTICLE SIXTH

It is intended that this shall be a permanent trust. It may, nevertheless, be terminated at any time by the trustees; provided, however, that upon termination the principal of the trust fund, and any income then undistributed,

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shall be paid over as contributions to such tax-exempt organizations described in Section 501 (c) (3) of the Internal Revenue Code of 1954, contributions to which are deductible under Section 170 (c) (2), as the trustees, in their absolute discretion, shall deem appropriate. In no event shall any distribution of pfincipal or income from this trust inure to the benefit of any private individual; nor shall any distribution or amendment be made which will impair or destroy the tax-exempt status of this trust or result in denying tax-exempt status to donations made to this trust to the extent allowed by the provisions of the Internal Revenue Code and other applicable legislation and regulations; nor shall any amendments be made that will increase the obligations of the trustees without their consent; nor shall any amendment alter the express limitations upon amendment herein contained.

ARTICLE SEVENTH

This Declaration and the trust hereby created shall be administered, construed and enforced according to the laws of the State of Connecticut. All donations to the trust shall be deemed to take place in the State of Connecticut.

~~ARTICLE EIGHTH~~

IN WITNESS WHEREOF, ~~this instrument has been executed at New Haven, Connecticut, as of the day of April, 1970, by~~ the parties hereto have set their respective hands and seals on the day and year first above written.

Roger H. Lustberg

George F. Schweitzer

William Bates, 3d

Give notary clause for card - G.F.S. is in Boston but others are here.